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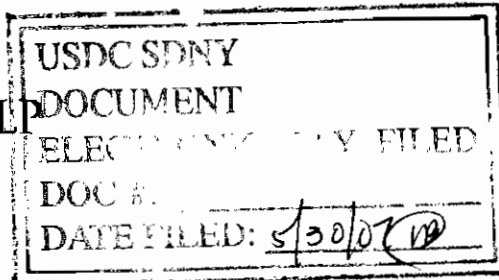
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May 29, 2007



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Client No.  
 T 98370-00053

VIA FACSIMILE

The Honorable Sidney H. Stein  
 Daniel Patrick Moynihan  
 United States Courthouse  
 500 Pearl St., Room 1010  
 New York, NY 10007

Re: 07 Civ. 3212: *Warner Bros. Records Inc., et al. v. AnywhereCD LLC*  
 07 Civ. 3167: *AnywhereCD, LLC v. Warner Bros. Records Inc., et al.*

Dear Judge Stein:

We represent Warner Brothers Records Inc. and various related entities ("Warner") in the above captioned matters and we write on behalf of all parties respectfully to request a two-week extension of the deadlines which Your Honor initially entered in this case by Order dated April 25, 2007, and which were extended previously by Your Honor's Orders of May 14, 2007 and May 21, 2007. The parties' settlement efforts are continuing to progress and we believe they can be most productive if they can focus their energies on this settlement effort. Accordingly, the parties respectfully request that Your Honor extend until June 12, 2007 the time within which to respond to all written discovery previously served by the parties on each other or third-parties (responses to which begin to come due on May 29, 2007), extend from May 31, 2007 until June 14, 2007 the parties' time to respond to the Complaints in this action, and extend from July 9, 2007 until July 23, 2007 the time within which all discovery is to be concluded with respect to the declaratory judgment claims in these matters.

No further extensions  
 SC ORDERED 5/30/07

LOS ANGELES NEW YORK WASHINGTON, D.C. SAN FRANCISCO PALO ALTO  
 LONDON PARIS MUNICH BRUSSELS ORANGE COUNTY CENTURY CITY DALLAS DENVER  
 SIDNEY H. STEIN  
 U.S.D.J.

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We thank the Court for its kind consideration of this request.

Respectfully submitted,



Cynthia S. Arato

CSA/gfl

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